

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

SEARS HOLDINGS CORPORATION, *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 18-23538 (RDD)

(Jointly Administered)

**CERTIFICATE OF NO OBJECTION REGARDING NOTICE OF EIGHTH  
QUARTERLY REPORT OF STRETTO FOR ALLOWANCE OF  
CONTINGENT FEES AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD  
FROM APRIL 1, 2021 THROUGH JUNE 30, 2021**

I, Michael A. Cohen, hereby certify that as of the date hereof, I have received no answer, objection or other responsive pleading to the *Eighth Quarterly Report Of Stretto<sup>2</sup> For Allowance Of Contingent Fees And Reimbursement Of Expenses for The Period From April 1, 2021 Through June 30, 2021* (filed on August 17, 2021, at Docket No. 9746) (the “Eighth Quarterly Report”).

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

<sup>2</sup> On February 17, 2021, Bankruptcy Management Solutions d/b/a Stretto (“Stretto”) acquired substantially all of the assets of Acumen Recovery Services, LLC (“Acumen”) and assumed Acumen’s engagement agreement with the Debtors.

The undersigned further certifies that I have caused the Court's docket in these cases to be reviewed and no answer, objection or other responsive pleading to the Eighth Quarterly Report appears thereon. Pursuant to the Notice of the Eighth Quarterly Report, objections to the Eighth Quarterly Report were to be filed and served no later than September 14, 2021, at 4:00 p.m. (EST).

It is hereby respectfully requested that the proposed form of order (attached hereto as **Exhibit A**) approving the Eighth Quarterly Report be entered at the earliest convenience of the Court.

Dated: September 24, 2021

**STRETTO**

By: /s/ Michael A. Cohen  
Michael A. Cohen  
Managing Director  
7 Times Square  
16th Floor  
New York, NY 10036  
Email: michael.cohen@stretto.com

**Exhibit A**

**Proposed Form of Order**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

SEARS HOLDINGS CORPORATION, *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 18-23538 (RDD)  
(Jointly Administered)

Re: Docket Index 9746

**ORDER GRANTING EIGHTH QUARTERLY REPORT OF  
STRETTO FOR ALLOWANCE OF CONTINGENT FEES  
AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD  
FROM APRIL 1, 2021 THROUGH JUNE 30, 2021**

Stretto,<sup>2</sup> as provider of preference action recovery and analysis services to the Debtors, and its debtor affiliates, as debtors and debtors in possession in the above matter, having filed its Eighth Quarterly Report for the Period of April 1, 2021 through June 30, 2021 (the “Eighth Quarterly Report”);<sup>3</sup> and the Court having reviewed the Eighth Quarterly Report; and the Court finding that: (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (b) notice of

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<sup>2</sup> On February 17, 2021, Bankruptcy Management Solutions d/b/a Stretto (“Stretto”) acquired substantially all of the assets of Acumen Recovery Services, LLC (“Acumen”) and assumed Acumen’s engagement agreement with the Debtors.

<sup>3</sup> Capitalized terms shall have the same meaning ascribed to them in the Eighth Quarterly Report.

the Eighth Quarterly Report was adequate under the circumstances; and (c) all persons with standing have been afforded the opportunity to be heard on the Eighth Quarterly Report;

NOW THEREFORE, IT IS HEREBY ORDERED THAT:

1. The request for approval of the Eighth Quarterly Report is GRANTED to the extent set forth in Schedule A and Schedule B hereto.

2. Stretto is awarded approval for compensation in the amount of \$233,028.96 and actual and necessary expenses in the amount of \$0.00 for the period of April 1, 2021 through June 30, 2021.

3. Such sums are authorized for payment less any amount previously paid to Stretto on account of the amounts set forth in the Eighth Quarterly Report.

Dated: \_\_\_\_\_, 2021  
New York, New York

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THE HONORABLE ROBERT D. DRAIN  
UNITED STATES BANKRUPTCY JUDGE

Case No.: 18-23538 (RDD)

**Schedule A**

Case Name: In re Sears Holdings Corporation, *et al.*

**CURRENT FEE PERIOD**

| <b>(1)<br/>Applicant</b>   | <b>(2)<br/>Quarterly<br/>Report Date<br/>and Docket No.</b> | <b>(3)<br/>Fee<br/>Period</b> | <b>(4)<br/>Fees<br/>Requested</b> | <b>(5)<br/>Fees<br/>Allowed</b> | <b>(6)<br/>Fees to be<br/>Paid Under<br/>Order</b> | <b>(7)<br/>Expenses<br/>Requested</b> | <b>(8)<br/>Expenses<br/>Allowed</b> | <b>(9)<br/>Expenses<br/>to be Paid<br/>Under<br/>Order</b> |
|--|---|-------------------------------|-----------------------------------|---------------------------------|--|---------------------------------------|-------------------------------------|--|
| Stretto, provider of preference action recovery and analysis services to the Debtors | August 17, 2021<br>Docket No. 9746                          | 4/1/2021-<br>6/30/2021        | \$233,028.96                      | \$233,028.96                    | \$233,028.96                                       | \$0.00                                | \$0.00                              | \$0.00   |

Case No.: 18-23538 (RDD)

**Schedule B**

Case Name: In re Sears Holdings Corporation, *et al.*

**QUARTERLY REPORT TOTALS**

| <b>(1)<br/>Applicant</b>   | <b>(2)<br/>Total Fees<br/>Requested</b> | <b>(3)<br/>Total Fees Paid</b> | <b>(4)<br/>Total Expenses<br/>Requested</b> | <b>(5)<br/>Total Expenses<br/>Paid<sup>1</sup></b> |
|--|---|--------------------------------|---|--|
| Stretto, provider of preference<br>action recovery and analysis<br>services to the Debtors | \$763,885.65                            | \$763,885.65                   | \$105,994.20                                | \$105,994.20                                       |

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<sup>1</sup> In accordance with the terms of the Order (the “Order”) signed on June 26, 2019, Authorizing the Employment and Retention of Acumen Recovery Services, LLC to Provide Preference Action Recovery and Analysis Services to the Debtors, Effective *Nunc Pro Tunc* to April 1, 2019 [Docket No. 4362], Acumen received payment on account of its fees, in accordance with the Contingency Fee Schedule (as defined in the Order) and its Expenses (as defined in the Order), from proceeds recovered in connection with the avoidance actions as provided in the Engagement Letter (as defined in the Order).